

# EXHIBIT 5

1  
2 IN THE UNITED STATES BANKRUPTCY COURT  
3 SOUTHERN DISTRICT OF NEW YORK  
4 Chapter 11  
5 CASE NO. 08-13555 (JMP)  
6 Jointly Administered

7  
8 IN RE: LEHMAN BROTHERS  
9 HOLDINGS, INC. et al.  
10  
11 Debtors,  
12  
13 -----  
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16 TRANSCRIPT OF  
17 DEPOSITION OF PETER SHAPIRO  
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TRANSCRIPT of the stenographic  
notes of the proceedings in the  
above-entitled matter, as taken by and  
before TAB PREWETT, a Registered  
Professional Reporter, a Certified  
Shorthand Reporter, a Certified LiveNote  
Reporter, and Notary Public, held at the  
Offices of JONES DAY, 222 East 41st Street,  
New York, New York, on Wednesday, March 5,  
2014, commencing at 10:15 a.m.

1                   Peter Shapiro

2                 Q       And did you recommend any other  
3 individuals?

4                 A       I may have discussed them.

5                 Q       Who do you recall?

6                 A       I'm not recalling.

7                 Q       Okay. Do you recall where else  
8 you suggested they might look for experts?

9                 A       You know, I recall generally  
10 saying that I thought the best thing would  
11 be to have somebody who would provide a  
12 good balance to my expertise by having  
13 somebody who had recent dealer experience.

14                Q       Because that was something you  
15 were lacking?

16                A       Yes, because I haven't been on  
17 the dealer side, you know, as you have gone  
18 over, since 1993, which is a little while  
19 ago.

20                Q       And the market was relatively  
21 young at that point?

22                A       Correct.

23                Q       In your last deposition, Jay  
24 asked a couple of questions about the  
25 market quotation process that you did in

1                   Peter Shapiro  
2 March of 2009 relating to the Washington  
3 RFA.

4                   Do you recall that?

5       A       Yes.

6       Q       And you had indicated that you  
7 weren't able to obtain anything either  
8 actionable or indicative in terms of quotes  
9 at that time?

10      A       Right.

11      Q       And you said you also didn't  
12 retain any records relating to that  
13 process?

14      A       Right.

15      Q       You also ran a market quotation  
16 process for Tobacco New York; is that  
17 correct?

18      A       Yes, for New York State Tobacco  
19 Securitization Financing Corporation.

20      Q       And do you recall the results  
21 of that market quotation process?

22      A       No -- no bid, you know, no  
23 quotes.

24      Q       Do you recall whether you kept  
25 records of that process?

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2 CERTIFICATE

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4 I, TAB PREWETT, A Registered  
5 Professional Reporter, Notary Public,  
6 Certified LiveNote Reporter, and Certified  
7 Shorthand Reporter, do hereby certify that  
prior to the commencement of the  
examination PETER SHAPIRO was sworn by the  
notary public to testify the truth, the  
whole truth and nothing but the truth.

8

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10 I DO FURTHER CERTIFY that the  
foregoing is a true and accurate transcript  
11 of the testimony as taken stenographically  
by and before me at the time, place and on  
the date hereinbefore set forth.

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14 I DO FURTHER CERTIFY that I am  
neither a relative nor employee nor  
attorney nor counsel of any of the parties  
15 to this action, and that I am neither a  
relative nor employee of such attorney or  
counsel, and that I am not financially  
interested in the action.

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Notary Public

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23 My Commission expires February 9, 2019  
Dated: March 16, 2014

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